

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR
HEARING ON JANUARY 6, 2023 AT 2:00 P.M. (ET)**

**THE HEARING WILL BE CONDUCTED IN-PERSON. ANY EXCEPTIONS MUST
BE APPROVED BY CHAMBERS. PARTIES MAY OBSERVE THE HEARING
REMOTELY BY REGISTERING WITH THE ZOOM LINK BELOW NO LATER
THAN JANUARY 6, 2023 AT 8:00 A.M. (ET).**

<https://debuscourts.zoomgov.com/meeting/register/vJIsdeuqqjMiHco3vo0Q05Jp1sex4HkH2TQ>

**ONCE REGISTERED, PARTIES WILL RECEIVE A CONFIRMATION EMAIL
CONTAINING PERSONAL LOG-IN INFORMATION FOR THE HEARING.**

ADJOURNED MATTER

1. Debtors' Application for Entry of an Order (I) Authorizing the Employment and Retention of Canaccord Genuity LLC as Investment Banker for the Debtors, Effective as of the Petition Date; and (II) Waiving the Information Requirements of Local Rule 2016-2(d) [[D.I. 67](#); 12/16/22]

Related Pleadings:

- a) Notice of Filing of Exhibit [[D.I. 90](#); 12/28/22]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET) [*Extended to 12:00 p.m. (ET) on January 11, 2023 for Project Crush Acquisition Corp. LLC, Banc of California, N.A, the Official Committee of Unsecured Creditors, and the Office of the United States Trustee*]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors' mailing address for purposes of these chapter 11 cases is 12405 Venice Boulevard, Box #1, Los Angeles, CA 90066.

Objections/Informal Responses:

- b) Informal Response from the Office of the United States Trustee
- c) Informal Response from the Official Committee of Unsecured Creditors
- d) Informal Response from Project Crush Acquisition Corp. LLC
- e) Informal Response from Banc of California, N.A.

Status: By agreement of the parties, this matter is adjourned to the next omnibus hearing, which is scheduled on January 17, 2023.

UNCONTESTED MATTERS WITH CERTIFICATIONS

2. Debtors' Motion for Entry of Interim and Final Orders (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies Adequately Assured of Future Payment, (III) Establishing Procedures for Determining Additional Adequate Assurance of Payment, and (IV) Granting Related Relief, Including Setting a Final Hearing Related Thereto [[D.I. 7](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies Adequately Assured of Future Payment, (III) Establishing Procedures for Determining Additional Adequate Assurance of Payment, and (IV) Granting Related Relief, Including Setting a Final Hearing Related Thereto [[D.I. 35](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]
- c) Certification of Counsel [[D.I. 101](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- d) Informal Response from Waste Management, Inc.

Status: A revised proposed form of final order has been submitted under certification of counsel. A hearing is necessary only if the Court has questions or concerns.

3. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition Taxes and Fees and Related Obligations and (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto [[D.I. 8](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing the Debtors to Pay Certain Prepetition Taxes and Fees and Related Obligations and (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto [[D.I. 36](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]
- c) Certificate of No Objection [[D.I. 102](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses: None.

Status: A certificate of no objection has been filed. A hearing is necessary only if the Court has questions or concerns.

4. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing and Approving Continued Use of Cash Management System, (II) Authorizing Continued Use of Corporate Credit Cards and Granting Administrative Expense Status to Postpetition Credit Card Obligations, (III) Authorizing Use of Prepetition Bank Accounts and Business Forms, (IV) Waiving the Requirements of Section 345(b) on an Interim Basis, (V) Granting Administrative Expense Status to Postpetition Intercompany Claims, and (VI) Granting Certain Related Relief [[D.I. 9](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing and Approving Continued Use of Cash Management System, (II) Authorizing Continued Use of Corporate Credit Cards and Granting Administrative Expense Status to Postpetition Credit Card Obligations, (III) Authorizing Use of Prepetition Bank Accounts and Business Forms, (IV) Waiving the Requirements of Section 345(b) on an Interim Basis, (V) Granting Administrative Expense Status to Postpetition Intercompany Claims, and (VI) Granting Certain Related Relief [[D.I. 37](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]

- c) Certification of Counsel [[D.I. 103](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- d) Informal Response from the Official Committee of Unsecured Creditors

Status: A revised proposed form of final order has been submitted under certification of counsel. A hearing is necessary only if the Court has questions or concerns.

- 5. Debtors' Motion for Entry of Interim and Final Orders, (I) Authorizing the Debtors to Pay Certain Prepetition Claims of (A) Critical Vendors and Service Providers, (B) Certain Vendors with Claims Entitled to Administrative Expense Status Under Section 503(b)(9) of the Bankruptcy Code, (C) Foreign Vendors; and (D) Shippers, Warehouseman, and Other Lienholders; (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (III) Granting Certain Related Relief [[D.I. 10](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing the Debtors to Pay Certain Prepetition Claims of (A) Critical Vendors and Service Providers, (B) Certain Vendors with Claims Entitled to Administrative Expense Status Under Section 503(b)(9) of the Bankruptcy Code, (C) Foreign Vendors; and (D) Shippers, Warehouseman, and Other Lienholders; (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (III) Granting Certain Related Relief [[D.I. 41](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]
- c) Certification of Counsel [[D.I. 104](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- d) Informal Response from the Official Committee of Unsecured Creditors

Status: A revised proposed form of final order has been submitted under certification of counsel. A hearing is necessary only if the Court has questions or concerns.

6. Debtors' Motion for Entry of Interim and Final Orders Authorizing (I) the Debtors to (A) Continue Prepetition Insurance Policies, (B) Pay All Prepetition Obligations in Respect Thereof, and (C) Continue Their Insurance Premium Financing Program; and (II) Banks to Honor and Process Related Checks and Transfers [[D.I. 11](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) the Debtors to (A) Continue Prepetition Insurance Policies, (B) Pay All Prepetition Obligations in Respect Thereof, and (C) Continue Their Insurance Premium Financing Program; and (II) Banks to Honor and Process Related Checks and Transfers [[D.I. 38](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]
- c) Certificate of No Objection [[D.I. 105](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses: None.

Status: A certificate of no objection has been filed. A hearing is necessary only if the Court has questions or concerns.

7. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Honor Customer Obligations and Continue Customer Programs in the Ordinary Course of Business; and (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto [[D.I. 12](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing the Debtors to Honor Customer Obligations and Continue Customer Programs in the Ordinary Course of Business; and (II) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto [[D.I. 39](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]
- c) Certificate of No Objection [[D.I. 106](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses: None.

Status: A certificate of no objection has been filed. A hearing is necessary only if the Court has questions or concerns.

8. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Pay Prepetition Employee Wages, Salaries, and Other Compensation and (B) Continue Employee Benefits Obligations and Pay Related Administrative Obligations; (II) Authorizing Debtors to Honor Any Workers' Compensation Obligations; (III) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (IV) Granting Related Relief [[D.I. 13](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing Debtors to (A) Pay Prepetition Employee Wages, Salaries, and Other Compensation and (B) Continue Employee Benefits Obligations and Pay Related Administrative Obligations; (II) Authorizing Debtors to Honor Any Workers' Compensation Obligations; (III) Authorizing Banks to Honor and Process Check and Electronic Transfer Requests Related Thereto; and (IV) Granting Related Relief [[D.I. 40](#); 12/6/22]
- b) Omnibus Notice of First Day Pleadings and Final Hearing Thereon [[D.I. 46](#); 12/7/22]
- c) Certificate of No Objection [[D.I. 107](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses: None.

Status: A certificate of no objection has been filed. A hearing is necessary only if extent the Court has questions or concerns.

9. Debtors' Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals [[D.I. 60](#); 12/16/22]

Related Pleadings:

- a) Certification of Counsel [[D.I. 108](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- b) Informal Response from the Office of the United States Trustee

Status: A revised proposed form of order has been submitted under certification of counsel. A hearing is necessary only if the Court has questions or concerns.

10. Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Retain and Compensate Professionals Utilized in the Ordinary Course of Business and (II) Waiving Certain Information Requirements of Local Rule 2016-2 [[D.I. 61](#); 12/16/22]

Related Pleadings:

- a) Certification of Counsel [[D.I. 109](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- b) Informal Response from the Official Committee of Unsecured Creditors

Status: A revised proposed form of order has been submitted under certification of counsel. A hearing is necessary only to the extent the Court has questions or concerns.

11. Debtors' First Omnibus Motion for Entry of an Order Authorizing (I) Rejection of (A) Certain Unexpired Leases of Non-Residential Real Property and (B) Certain Executory Contracts Effective as of the Rejection Dates and (II) Abandonment of any Remaining Property Located at the Premises [[D.I. 62](#); 12/16/22]

Related Pleadings:

- a) Certification of Counsel [[D.I. 110](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- b) Informal Response from Squarespace, Inc.

Status: A revised proposed form of order has been submitted under certification of counsel. A hearing is necessary only to the extent the Court has questions or concerns.

12. Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Counsel for the Debtors, Effective as of the Petition Date [[D.I. 63](#); 12/16/22]

Related Pleadings:

- a) Certification of Counsel [[D.I. 111](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- b) Informal Response from the Office of the United States Trustee

Status: A revised proposed form of order has been submitted under certification of counsel. A hearing is necessary only if the Court has questions or concerns.

13. Debtors' Application for Entry of an Order Authorizing the Employment and Retention of RPA Asset Management Services, LLC as Financial Advisor to the Debtors, Effective as of the Petition Date [[D.I. 64](#); 12/16/22]

Related Pleadings:

- a) Certification of Counsel [[D.I. 112](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

- b) Informal Response from the Office of the United States Trustee

- c) Informal Response from the Official Committee of Unsecured Creditors

Status: A revised proposed form of order has been submitted under certification of counsel. A hearing is necessary only if the Court has questions or concerns.

14. Debtors' Application for Authorization to Retain and Employ Epiq Corporate Restructuring, LLC as Administrative Advisor Effective as of the Petition Date [[D.I. 65](#); 12/16/22]

Related Pleadings:

- a) Certificate of No Objection [[D.I. 113](#); 1/3/23]

Objection Deadline: December 30, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses: None.

Status: A certificate of no objection has been filed. A hearing is necessary only if the Court has questions or concerns.

MATTER GOING FORWARD

15. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Grant Senior Secured Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Determining that the Prepetition Secured Lender Is Adequately Protected; (III) Modifying the Automatic Stay; (IV) Scheduling Final Hearing; and (V) Granting Related Relief [[D.I. 14](#); 12/2/22]

Related Pleadings:

- a) Interim Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(3), 364(d)(1), and 364(e) and (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) [[D.I. 44](#); 12/7/22]
- b) Notice of Entry of Interim Order and Final Hearing [[D.I. 45](#); 12/7/22]
- c) Further Interim Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(3), 364(d)(1), and 364(e) and (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363, and (II) Granting Adequate Protection Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364 [[D.I. 82](#); 12/22/22]
- d) Debtors' Reply to Official Committee of Unsecured Creditors' (A) Objection to Debtors' Motion for Entry of Final Order Authorizing Debtors to Obtain Postpetition Financing and (B) Request for Adjournment [[D.I. 114](#); 1/3/23]
- e) Notice of Filing of Proposed Final DIP Order [[D.I. 117](#); 1/4/23]

Objection Deadline: December 15, 2022 at 4:00 p.m. (ET) [*Extended for the Official Committee of Unsecured Creditors to January 3, 2023 at 12:00 p.m. (ET)*]

Objections/Informal Responses:

- f) Official Committee of Unsecured Creditors' Omnibus (I) Preliminary Objection to Debtors' (A) Motion for Entry of Order Authorizing Debtors to Obtain Postpetition Financing, (B) Motion for Approval of Bid

Procedures, and (C) to Certain Other Relief; and (II) Request for Adjournment [[D.I. 75](#); 12/21/22]

- g) Official Committee of Unsecured Creditors' (A) Objection to Debtors' Motion for Entry of Final Order Authorizing Debtors to Obtain Postpetition Financing and (B) Request for Adjournment [[D.I. 100](#); 12/30/22]

Status: Currently, this matter is going forward. The Debtors and interested parties are continuing to discuss the Official Committee of Unsecured Creditors' unresolved issues and, if necessary, will submit a revised proposed order to the Court in advance of the hearing.

Dated: January 4, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

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